

Exhibit A

KRAMER LEVIN NAFTALIS & FRANKEL LLP

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NEW YORK, NY 10036

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January 28, 2009

W.R. GRACE & CO. EQUITY COMMITTEE

When remitting,
please reference:Invoice Number: 511052
056772**CLIENT SUMMARY - 056772 - W.R. GRACE & CO. EQUITY COMMITTEE****056772-00001/CASE ADMINISTRATION**

FEES.....	\$10,508.50
DISBURSEMENTS.....	<u>175.83</u>
MATTER TOTAL.....	\$10,684.33

056772-00002/CREDITOR COMMITTEE

FEES.....	\$0.00
DISBURSEMENTS.....	<u>20.00</u>
MATTER TOTAL.....	\$20.00

056772-00007/REORGANIZATION PLAN

FEES.....	\$4,693.00
DISBURSEMENTS.....	<u>0.00</u>
MATTER TOTAL.....	\$4,693.00

056772-00008/FEE APPLICATIONS, APPLICANT

FEES.....	\$3,938.00
DISBURSEMENTS.....	<u>0.00</u>
MATTER TOTAL.....	\$3,938.00

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089

Account: Kramer Levin Naftalis & Frankel LLP Money Market A/C 37613572

By Order of: Invoice No. 511052

Citibank Contact: Deborah Hosking (212) 559-8634

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

056772-00015/PLAN AND DISCLOSURE STATEMENT

FEES.....	\$10,058.00
DISBURSEMENTS.....	<u>154.40</u>
MATTER TOTAL.....	\$10,212.40

056772-00019/HEARINGS

FEES.....	\$3,118.50
DISBURSEMENTS.....	<u>0.00</u>
MATTER TOTAL.....	\$3,118.50

056772-00022/TAX ISSUES

FEES.....	\$3,736.50
DISBURSEMENTS.....	<u>0.00</u>
MATTER TOTAL.....	\$3,736.50

056772-00028/TRAVEL\NON-WORKING

FEES.....	\$2,675.00
DISBURSEMENTS.....	<u>309.25</u>
MATTER TOTAL.....	\$2,984.25

CLIENT GRAND TOTAL.....	<u>\$39,386.98</u>
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CASE ADMINISTRATION**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/08	BLABEY, DAVID E	Call with D Mannal re case status (.1); review recent filings and update calendar to reflect deadlines therein (1.5).	1.60	856.00
12/02/08	BLABEY, DAVID E	Email and call local counsel to discuss issues on deck for Dec 15 (.1); review docket entries for past two weeks (.6); review local rules (.3) and draft motion for admission pro hac vice (.2); review status reports re Anderson Mem Hosp (.8) and email to D. Mannal re same (.2); review debtors motion re actions of Maricopa County, Arizona (.3); review fee applications filed between Nov 26 and Dec 2 (.3); update case calendar to reflect new dates and deadlines (.5); review recent settlements with PD claimants (.5).	3.80	2,033.00
12/03/08	BLABEY, DAVID E	Review new docket entries (.1); update master list of outstanding issues to reflect developments from November hearings (.4); review for background ZAI claimants brief in support of class cert (.4), bankruptcy and district ct decisions on Anderson Mem Hosp class cert (1), AMHs and Debtors status reports re class proofs of claim (.3) and case law on class claims relevant to AMH issues (.9).	3.10	1,658.50
12/09/08	BLABEY, DAVID E	Call to J. Baer to discuss matters on deck for upcoming hearing (.1).	0.10	53.50
12/10/08	BLABEY, DAVID E	Call with J. Baer to discuss issues for upcoming hearing (.1); review recent filings from Dec 5 to 10 (.3); compose email to client re CMO (.3).	0.70	374.50
12/11/08	BLABEY, DAVID E	Review and familiarize with matters scheduled for hearing on Dec 15 (.8) and email to client informing of issues likely to arise (.4).	1.20	642.00
12/15/08	BLABEY, DAVID E	Call to client to discuss events at hearing (.2); email to P. Bentley discussing events at hearing (.2). Meeting with D. Mannal to discuss Dec. 15 hearing (.2)	0.60	321.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/16/08	MAYER, THOMAS MOERS	Call with John Gino of Brencourt, equity holder and bank creditor, describe organization of committee and refer to Ted Wechsler.	0.20	175.00
12/16/08	BLABEY, DAVID E	Review ZAI Claimants motion for class certification (.3); draft and revise memo to client re Dec 15 hearing and case status (2.2).	2.50	1,337.50
12/17/08	BLABEY, DAVID E	Draft email to P. Bentley and D. Mannal re matters discussed at telephonic hearing.	0.50	267.50
12/22/08	WIERMAN, LAUREN E	Created plan binder for D Blabey	2.50	650.00
12/23/08	BLABEY, DAVID E	Review further amendments to disclosure statement and plan (.6) and review preliminary objections to plan (.7).	1.30	695.50
12/24/08	BLABEY, DAVID E	Review preliminary objections to Plan (1.2) and review discovery requests (.5) and email to P. Bentley and D. Mannal re both topics (.3).	2.00	1,070.00
12/29/08	BLABEY, DAVID E	Review docket entries relating to PPI dispute to answer question from client re status (.5) and discuss same with D. Mannal (.1); exchange emails with debtor's counsel re proposed confirmation schedule (.1).	<u>0.70</u>	<u>374.50</u>
TOTAL HOURS AND FEES			<u>20.80</u>	<u>\$10,508.50</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
WESTLAW ON-LINE RESEARCH	41.19
CAB FARES	<u>134.64</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$175.83</u>

TOTAL FOR THIS MATTER **\$10,791.33**

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CREDITOR COMMITTEE**SUMMARY OF DISBURSEMENTS AND OTHER CHARGES**

<u>DESCRIPTION</u>	<u>AMOUNT</u>
OUT-OF-TOWN TRAVEL	<u>20.00</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$20.00</u>
 TOTAL FOR THIS MATTER	 <u>\$20.00</u>

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056772-00007

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REORGANIZATION PLAN**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/08	BENTLEY, PHILIP	Review emails re plan issues	0.20	145.00
12/03/08	BENTLEY, PHILIP	Review emails	0.10	72.50
12/03/08	MANNAL, DOUGLAS	review memo re PD claims (.5); email w/DB re same (.3)	0.80	484.00
12/04/08	BENTLEY, PHILIP	Review emails	0.10	72.50
12/04/08	MANNAL, DOUGLAS	attn to numeric obj re amended CMO (.4); email w/D Blabey re same (.2)	0.60	363.00
12/05/08	MANNAL, DOUGLAS	attn to revised corp docs (.2); email with D Blabey and P Kolevzon re same (.3)	0.50	302.50
12/08/08	MANNAL, DOUGLAS	attn to Grace protective order (.3); o/c w/D Blabey re same (.2)	0.50	302.50
12/09/08	BENTLEY, PHILIP	Trade emails	0.10	72.50
12/10/08	BENTLEY, PHILIP	Discs Doug Mannal and trade emails re plan issues.	0.20	145.00
12/11/08	BENTLEY, PHILIP	Trade emails re Monday's hearing	0.20	145.00
12/12/08	BENTLEY, PHILIP	Discs Ted Weschler and DB re Monday's hearing; review emails re plan issues	0.40	290.00
12/12/08	MANNAL, DOUGLAS	attn to plan modifications (.5); tel/email w/D Blabey re same (.2)	0.70	423.50
12/15/08	MANNAL, DOUGLAS	tel/email w/D Blabey re hearing on disclosure statement	0.20	121.00
12/22/08	MANNAL, DOUGLAS	o/c w/D Blabey re plan/disclosure statement objections (.2); review corp docs and TDP for property claimants (1.2); attn to disclosure statement trial calendar (.2)	1.60	968.00
12/28/08	BENTLEY, PHILIP	Trade emails	0.20	145.00
12/29/08	BENTLEY, PHILIP	Trade emails	0.30	217.50
12/29/08	MANNAL, DOUGLAS	tel/email w/equity holder re exit and PPI litigation	<u>0.70</u>	<u>423.50</u>
TOTAL HOURS AND FEES			<u>7.40</u>	<u>\$4,693.00</u>

TOTAL FOR THIS MATTER**\$4,693.00**

W.R. GRACE & CO. EQUITY COMMITTEE
056772-00008

January 28, 2009
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FEE APPLICATIONS, APPLICANT**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/08	BLABEY, DAVID E	Review fee auditor report and fee applications referenced therein (.7) and exchange emails with D Mannal re same (.1).	0.80	428.00
12/01/08	MANNAL, DOUGLAS	attn KL fee application and fee auditor report (.5); email w/Blabey re same (.1)	0.60	363.00
12/02/08	BLABEY, DAVID E	Exchange emails with accounting to discuss status of fee applications (.1); review of past years fee applications, examiner reports, approval orders and bills (.6).	0.70	374.50
12/08/08	MANNAL, DOUGLAS	Attn to fee chart and review fee app.	0.30	181.50
12/21/08	BLABEY, DAVID E	Review November invoices for fee app.	0.80	428.00
12/30/08	BLABEY, DAVID E	Exchange emails with accounting re fee app (.1); draft and edit fee application (2.7).	2.80	1,498.00
12/31/08	BLABEY, DAVID E	Edit fee app and prepare for filing.	1.00	535.00
12/31/08	MAKINDE, MICHAEL A	Fed-EX' d application for D. Blabey.	0.50	130.00
TOTAL HOURS AND FEES			<u>7.50</u>	<u>\$3,938.00</u>

TOTAL FOR THIS MATTER**\$3,938.00**

PLAN AND DISCLOSURE STATEMENT**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/08	BLABEY, DAVID E	Review revised disclosure statement (5.6); review proposed change to insurance coverage provisions (.1) and email D Mannal re same (.1); review ZAI settement term sheet (.4); review case law on post-petition interest (.4).	6.60	3,531.00
12/02/08	BLABEY, DAVID E	Email with Debtors counsel re proposed change to section 2.10.2.2 of Disc Statement (.1); call with A. Krieger at Stroock to discuss issues discussed at November 24 hearing (.1); review trust distribution procedures (.5).	0.70	374.50
12/03/08	BLABEY, DAVID E	Review draft CMO related to first amended joint plan (.2); call with A. Krieger re PD issues discussed at Nov 24 hearing (.2) and email D. Mannal re same (.2); review draft trust distribution procedures for PI claims (1.7).	2.30	1,230.50
12/04/08	BLABEY, DAVID E	Review Debtors revised CMO of Dec 3 and Insurers' objection thereto (.4) and exchange emails with D. Mannal re same (.2); review proposed order approving disc st, solicitation, and confirmation procedures and proposed voting procedures (.8); review proposed voting instructions, ballots, and notice to parties to exec contracts (.2).	1.60	856.00
12/05/08	BLABEY, DAVID E	Review proposed modification to definition of Settled Asbestos Insurance Co (.6) and email D. Mannal re same (.2).	0.80	428.00
12/08/08	BLABEY, DAVID E	Review trust distribution procedures and deferred payment agreement (1.8) and email and call with D. Mannal and P. Kolevzon re same (.2).	2.00	1,070.00
12/12/08	BLABEY, DAVID E	Review objections to disclosure statement by certain insurers (.4) and email P. Bentley re same (.1).	0.50	267.50
12/22/08	BLABEY, DAVID E	Review modified plan and disclosure statement (.3) and discuss with D. Mannal (.2).	0.50	267.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/29/08	BLABEY, DAVID E	Review interrogatories propounded by Libby Claimants (1.7); draft summary of preliminary objections for client (1.5)	3.20	1,712.00
12/30/08	BLABEY, DAVID E	Exchange emails with client re preliminary objections and designation of confirmation issues (.4); compose email to P. Bentley re Libby discovery requests (.2).	0.60	321.00
TOTAL HOURS AND FEES			<u>18.80</u>	<u>\$10,058.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
VELOBINDINGS	15.00
TABS	14.00
PHOTOCOPYING	<u>125.40</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$154.40</u>

TOTAL FOR THIS MATTER **\$10,212.40**

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HEARINGS**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/15/08	BLABEY, DAVID E	Attendance at hearing.	3.80	2,033.00
12/16/08	WIERMAN, LAUREN E	Corresponded with CourtCall to set up attorneys on telephonic hearings.	1.00	260.00
12/17/08	BLABEY, DAVID E	Prepare for and attend telephonic hearing.	1.30	695.50
12/18/08	WIERMAN, LAUREN E	E-mailed court call appearance confirmations to D Blabey for future hearings.	0.50	130.00
TOTAL HOURS AND FEES			<u>6.60</u>	<u>\$3,118.50</u>
TOTAL FOR THIS MATTER				<u>\$3,118.50</u>

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W.R. GRACE & CO. EQUITY COMMITTEE
056772-00022January 28, 2009
Invoice No. 511052**TAX ISSUES****DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/08/08	KOLEVZON, PETER S.	Telephone conversation with D. Mannal (.1); review revised Deferred Purchase Agreement (PI) DPA (PD) and Share Issuance Agreement (1.8).	1.90	1,510.50
12/09/08	KOLEVZON, PETER S.	Complete review of DPA(ZAI) and Parent Guaranties (PD) and (ZAI) (2.2); tele conv w/D. Mannal (.1); tel conv w/Kirkland & Ellis re questions and issues (.5).	2.80	2,226.00
TOTAL HOURS AND FEES			<u>4.70</u>	<u>\$3,736.50</u>
TOTAL FOR THIS MATTER				<u>\$3,736.50</u>

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TRAVEL\NON-WORKING**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/15/08	BLABEY, DAVID E	Travel to and from December 15 hearing.	<u>10.00</u>	<u>2,675.00</u>
TOTAL HOURS AND FEES			<u>10.00</u>	<u>\$2,675.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
OUT-OF-TOWN TRAVEL	<u>309.25</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$309.25</u>
TOTAL FOR THIS MATTER	<u>\$2,984.25</u>